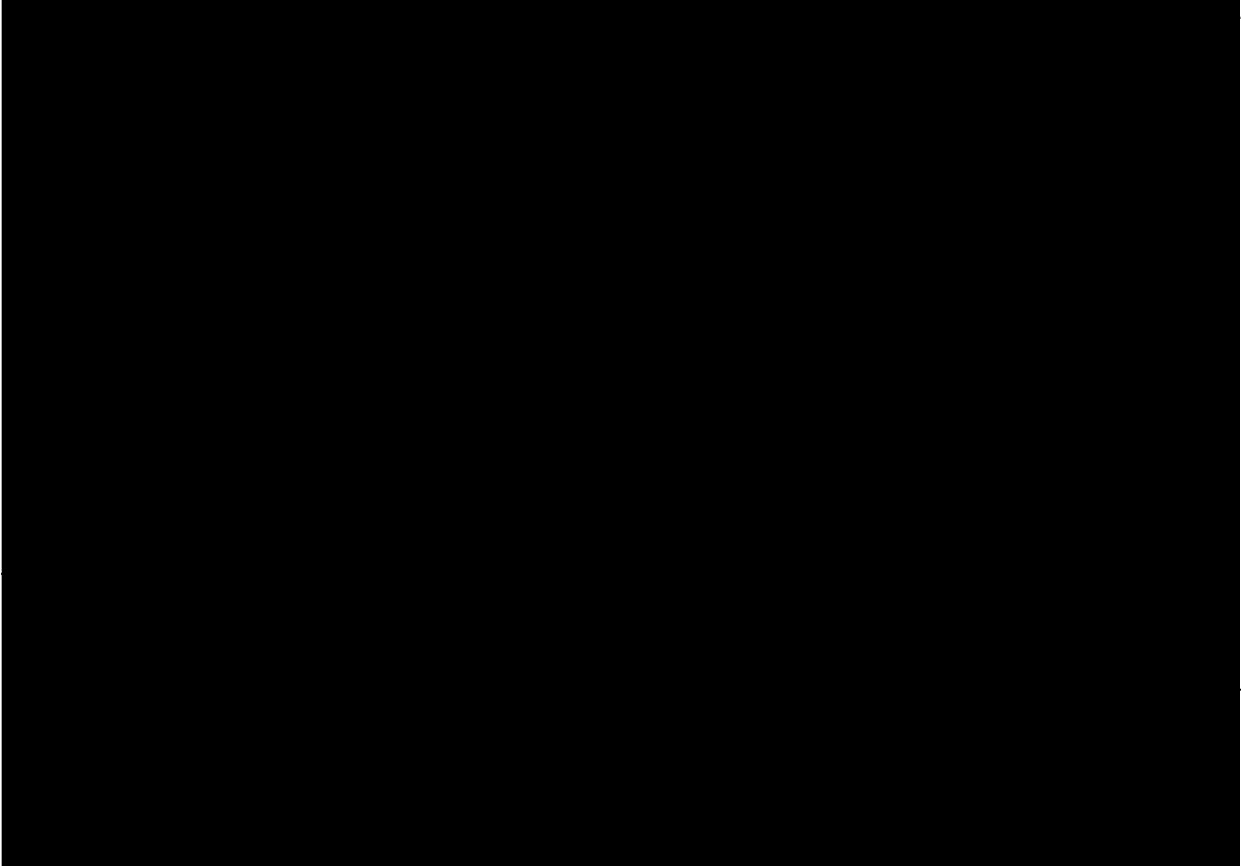


# **EXHIBIT 2928**

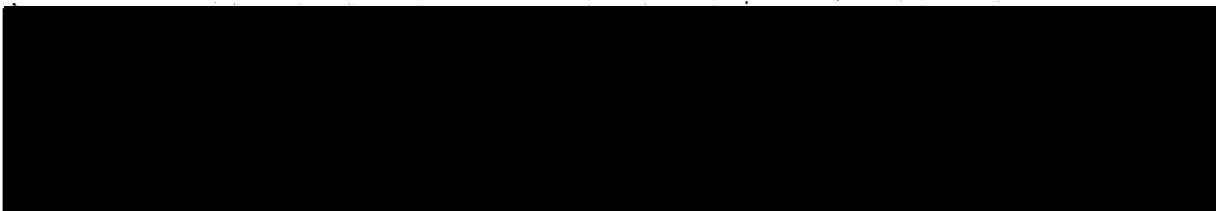
**GOOGLE SOFTWARE DISTRIBUTION AGREEMENT**

This Google Software Distribution Agreement (the "Agreement") is made by and between the distributor whose details are set out in Schedule 1 ("Distributor") and Google Inc., with offices at 1600 Amphitheatre Parkway, Mountain View, CA 94043 (which, with its affiliates, shall be referred to herein as "Google"). This Agreement shall be effective as of the date signed by Google below ("Effective Date")

**SECTION 1. DEFINITIONS**



**SECTION 2. LICENSE GRANTS AND RESTRICTIONS**



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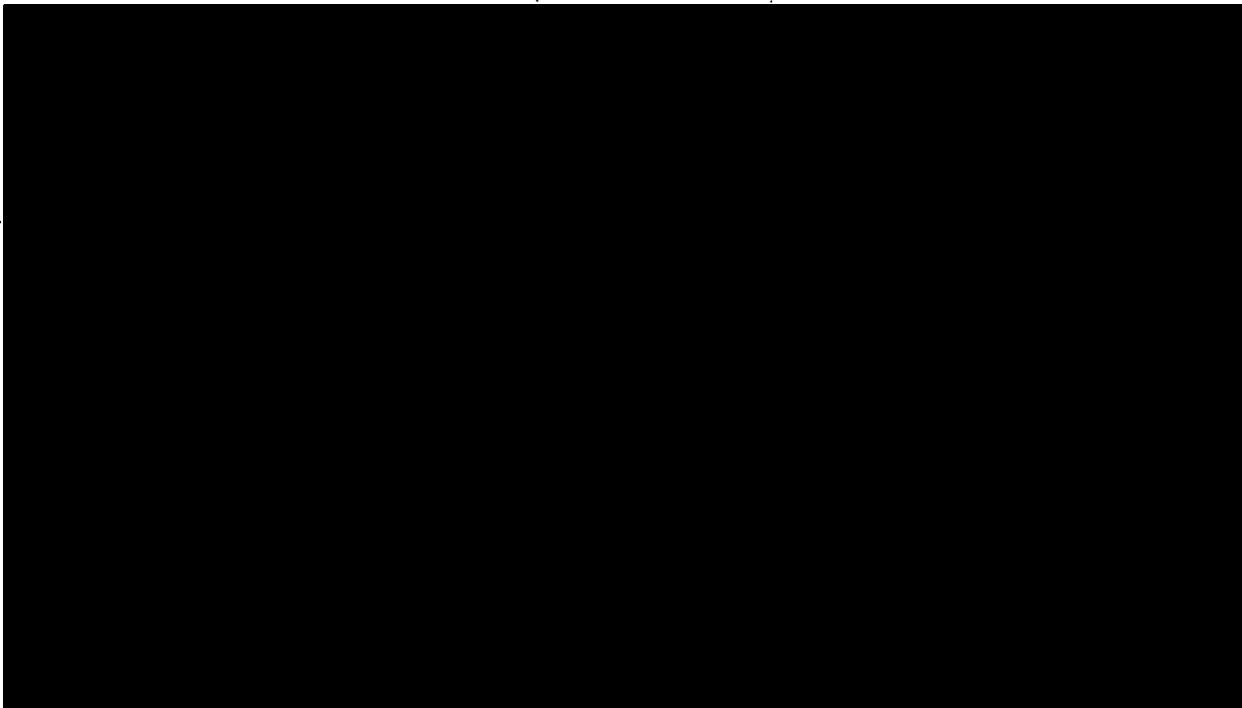
VM100505

|                       |             |
|-----------------------|-------------|
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| WIT:                  | TALLEY      |
| DATE                  | 12-8-13     |
| KRAMM COURT REPORTING |             |

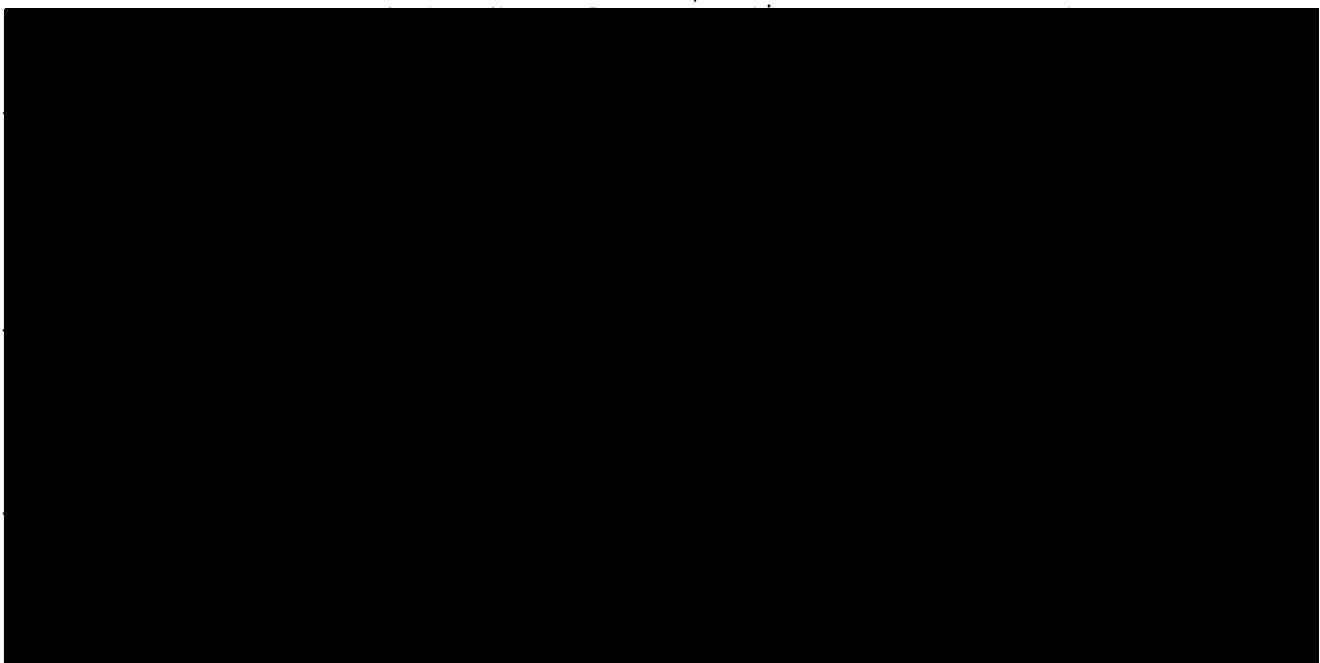
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CONFIDENTIAL-ATTORNEYS' EYES ONLY

GOOG-HIGH-TECH-00625464



**SECTION 3. DISTRIBUTION AND OTHER OBLIGATIONS**

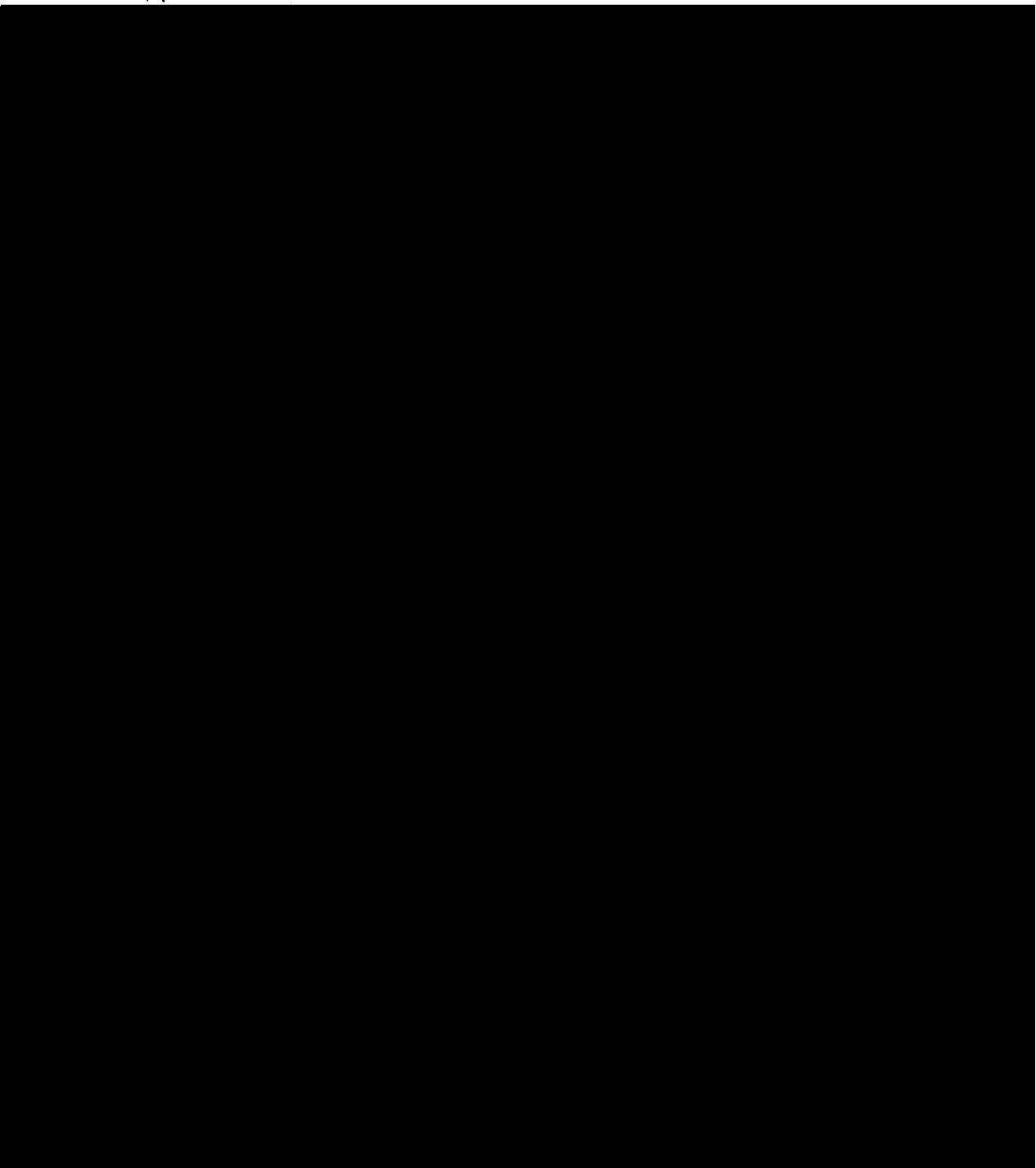


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**CONFIDENTIAL-ATTORNEYS' EYES ONLY**

**2928.2**  
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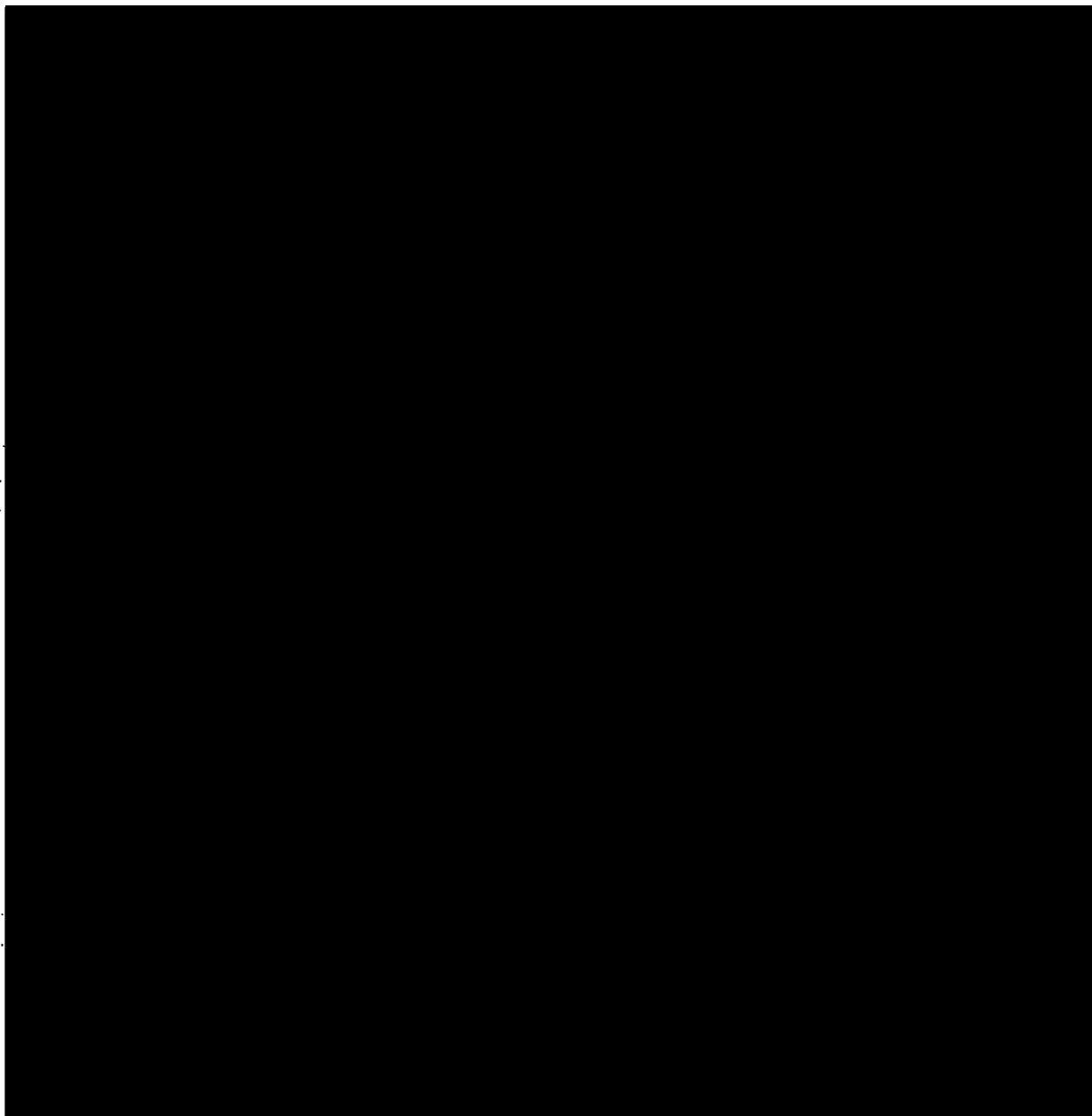


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2928.3  
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**SECTION 6. PROPRIETARY RIGHTS**

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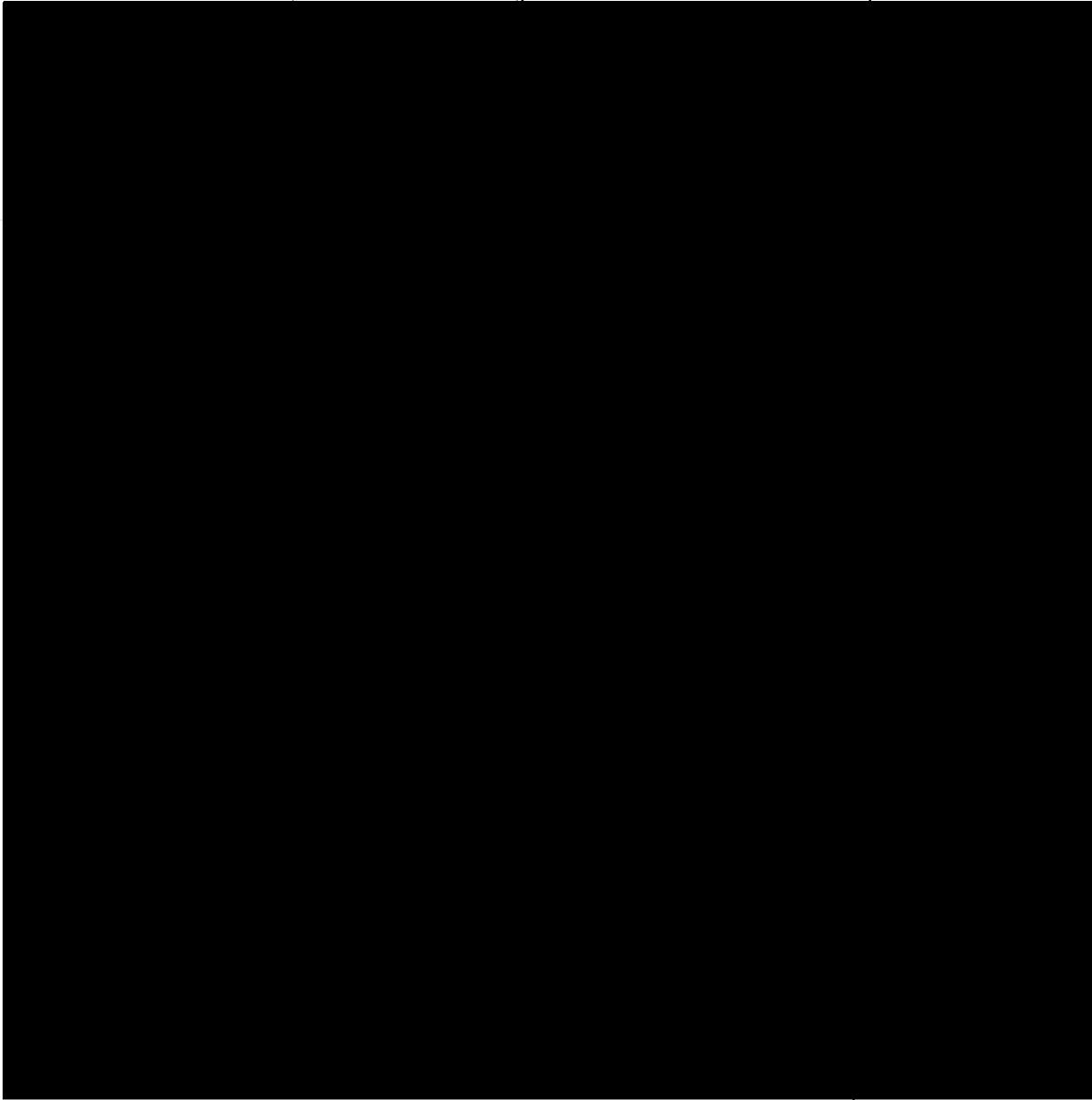
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**GOOG-HIGH-TECH-00625467**

**2928.4**

**SECTION 7. WARRANTIES**



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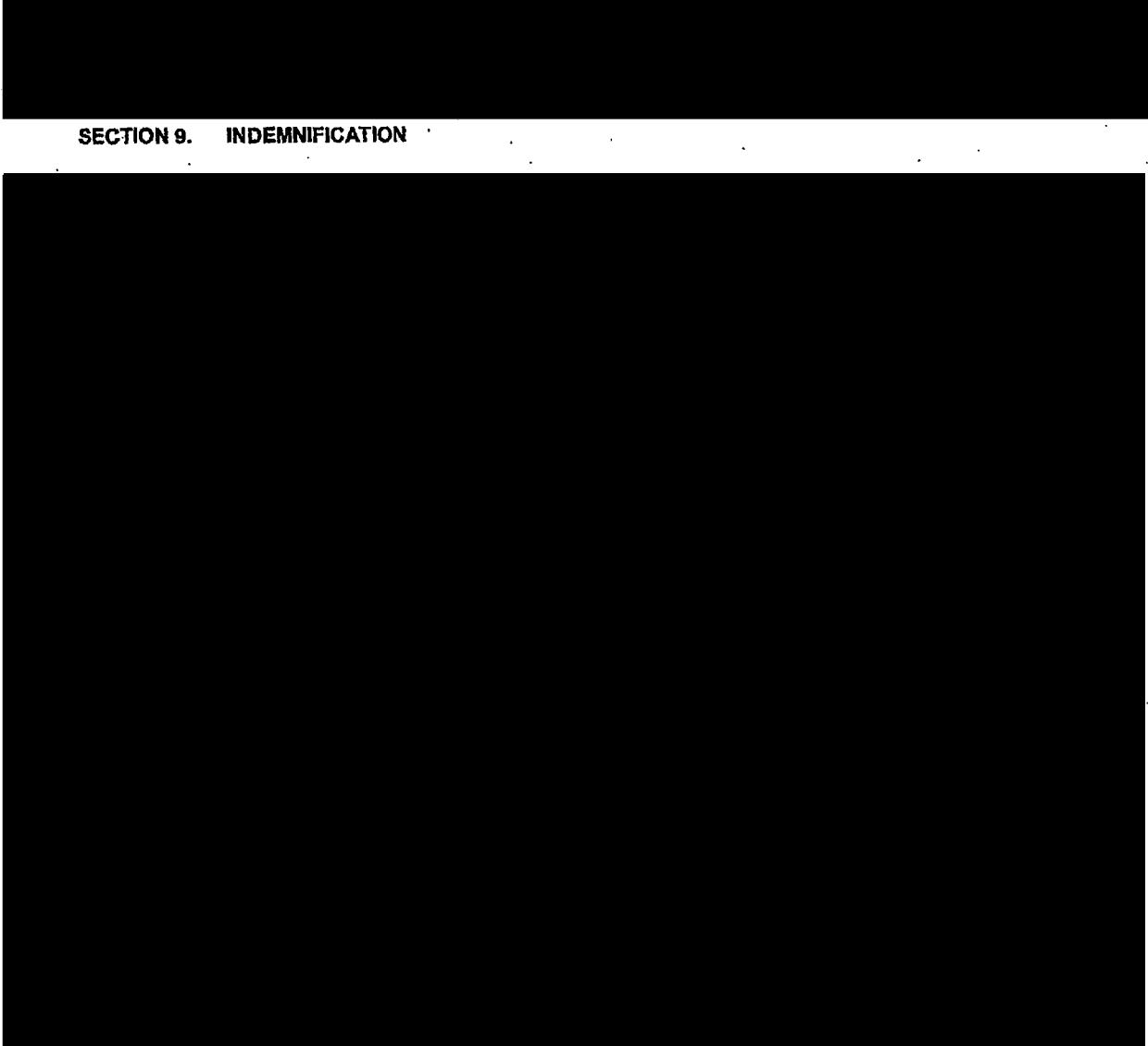
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2928.5

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**SECTION 9. INDEMNIFICATION**



**SECTION 10. GENERAL**



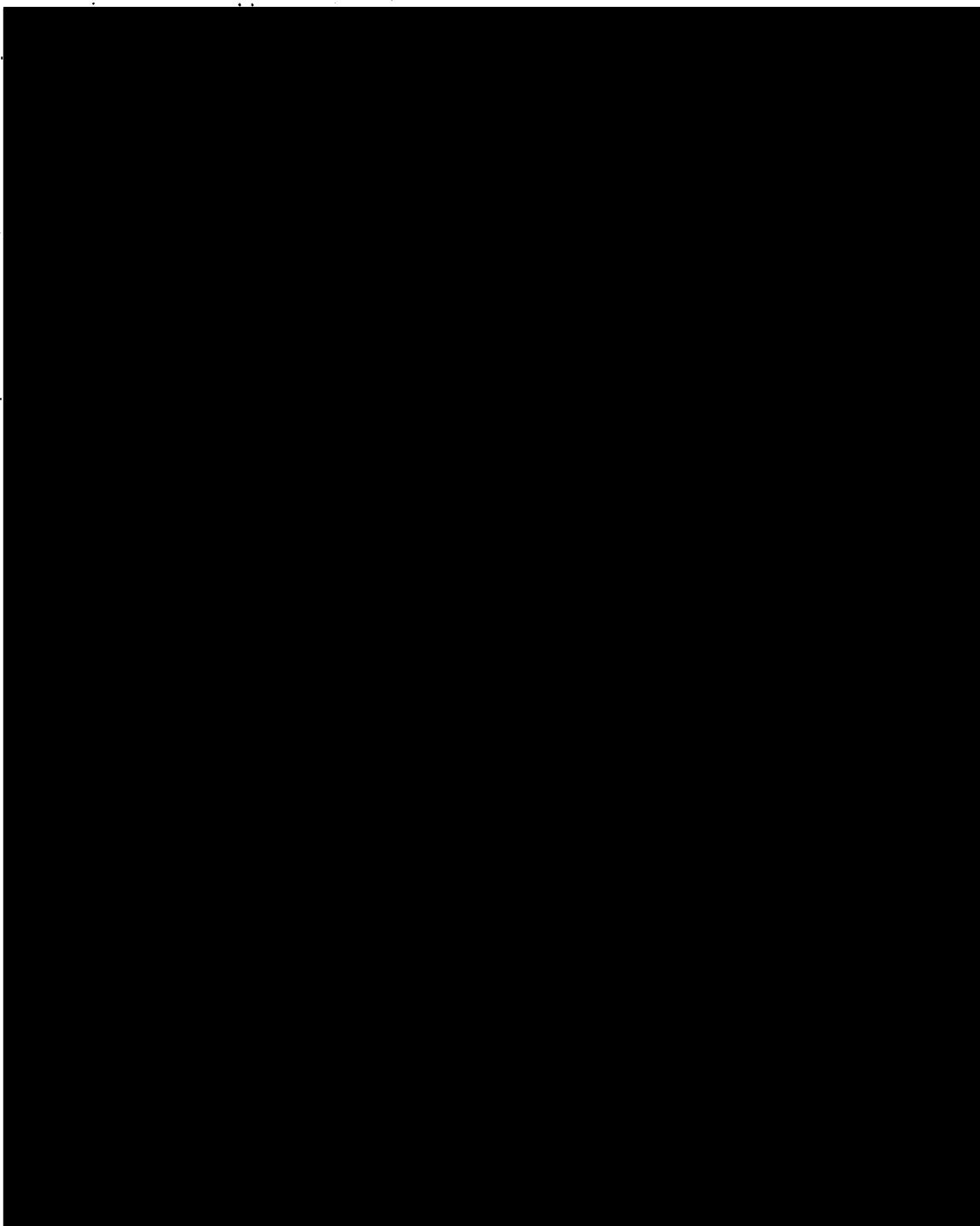
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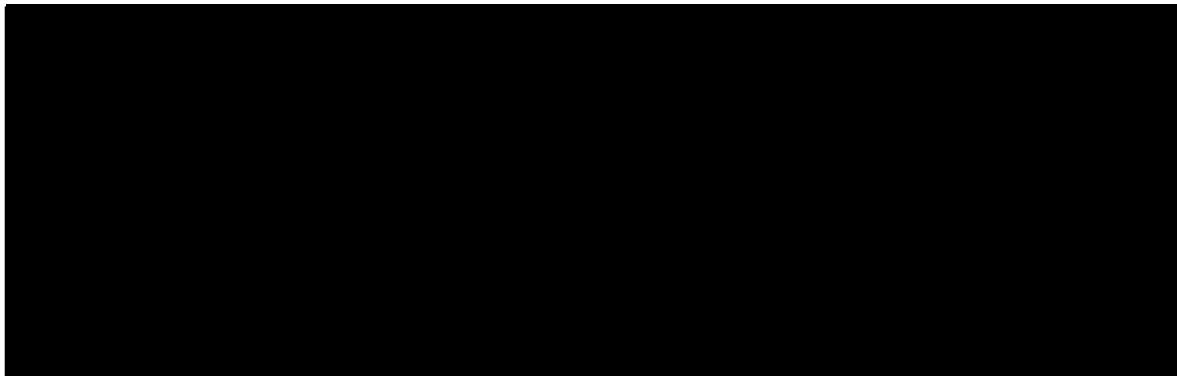
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2928.7

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GOOG-HIGH-TECH-00625470



Signed by the parties on the dates shown below.

DISTRIBUTOR

Signature Maurice Sevigny  
Name GROUP PRODUCT MANAGER, SAD  
Title Dec 4/2007  
Date

GOOGLE INC.

Signature Megan J Smith  
Name VP New Bus Dev.  
Title Dec 5 2007  
Date



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2928.8  
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Schedule 1

**Distributor Details**

Full legal name of Distributor: Intuit Canada Limited



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**GOOG-HIGH-TECH-00625472**

**2928.9**

Schedule 2



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2928.1D

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